

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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MOBIL CERRO NEGRO, LTD.,)
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Plaintiff,)
)
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v.)
PDVSA CERRO NEGRO S.A.,)
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)
Defendant.)
)
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Civil Action No. 07 Civ. 11590
(DAB)

**DECLARATION OF MITCHELL
A. SEIDER IN SUPPORT OF
MOTIONS TO CONFIRM
ORDERS OF ATTACHMENT**

I, Mitchell A. Seider, hereby declare as follows:

1. I am an attorney with Latham & Watkins LLP. With other attorneys of Latham & Watkins LLP, I served as counsel for Plaintiff Mobil Cerro Negro, Ltd. ("Mobil CN") in connection with PDVSA's Tender Offer and the Bank Debt Repayment. This Declaration is based on my personal knowledge.

2. I have been asked to provide this Declaration as to certain facts regarding the closing of PDVSA's Tender Offer and the Bank Debt Repayment.

3. I personally attended the closing at Curtis, Mallet-Prevost, Colt & Mosle LLP's New York offices on December 28, 2007. I attended the closing with Robert J. Minyard, Treasurer of ExxonMobil Development Company.

4. At approximately 2:10 PM, Mr. Minyard took physical possession of the pledged shares. Shortly thereafter, Mr. Minyard left the closing because all documents requiring his signature had been executed.

5. At approximately 2:40 PM, the Bank of New York announced to those present at the closing that it was prepared to release the collateral. The collateral included the cash waterfall accounts.

6. The Bank of New York made this announcement about the release of restrictions on the cash waterfall accounts after it received the Federal Reserve reference numbers for the wire transfers to pay the various parties under the relevant agreements.

7. At approximately that same time, the Bank of New York indicated that it had released the restrictions on the cash waterfall and was initiating a wire transfer of Mobil CN's funds in the cash waterfall accounts to Mobil CN.

8. At 2:55 PM, I received an email from Evan Borenstein, counsel for Defendant PDVSA, attaching the Federal Reserve numbers for the wire transfers described in paragraph 6 above.

9. At approximately 4:15 PM, all representatives of Mobil CN left the closing following the conclusion of the matters concerning Mobil CN.

I declare under penalty of perjury under the laws of the United States of America, pursuant to 28 U.S.C. § 1746, that the foregoing is true and correct. Executed on February 4th, 2008.



Mitchell A. Seider